

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

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ADVANCED GLOBAL TECHNOLOGY, LLC,	:
	:
Plaintiff,	:
v.	:
	:
XM SATELLITE RADIO INC.,	: No. 07cv3654 (JSR)
	: ECF CASE
	:
Defendant.	:
	::
	:
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**RULE 26(a)(3) DISCLOSURE STATEMENT OF
PLAINTIFF ADVANCED GLOBAL TECHNOLOGY, LLC**

Plaintiff Advanced Global Technology, LLC (“AGT”), for its disclosure pursuant to Fed. R. Civ. P. 26(a)(3), states as follows:

A. Names of Witnesses. AGT expects to call the following individuals as witnesses at trial:

1. Ben Lowinger
Advanced Global Technology, LLC
105 Madison Avenue, 19th Floor
New York, NY 10016
Tel.: (212) 889-2380
2. Jerry Tarpley
Advanced Global Technology, LLC
2255 Placid Way
Ann Arbor, MI 48105
Tel.: (734) 657-8943
3. Craig Wadin
XM Satellite Radio Inc.
3161 SW 10th Street
Deerfield Beach, FL 33442
Tel.: (954) 571-4300

4. Stelios Patsiokas
XM Satellite Radio Inc.
3161 SW 10th Street
Deerfield Beach, FL 33442
Tel.: (954) 571-4300
5. Blair Kutrow
XM Satellite Radio Inc.
1500 Eckington Place, NE
Washington, DC 20002
Tel.: (202) 380-4000
6. Peter Graf
Graf Repetti & Co., LLP
1114 Avenue of the Americas
New York, NY 10036
Tel.: (212) 302-3300

AGT may call the following individuals as witnesses at trial if the need arises:

1. Mark Alford
Advanced Global Technology, LLC
2201 Long Prairie Road, Suite 107-194
Dallas, TX 75022
Tel.: (972) 874-7800
2. Philip Petracca
Advanced Global Technology, LLC
105 Madison Avenue, 19th Floor
New York, NY 10016
Tel.: (212) 889-2380
3. Edith Lowinger
105 Madison Avenue, 20th Floor
New York, NY 10016
Tel.: (212) 448-7600
4. Andrew Lowinger
U.S. Electronics
105 Madison Avenue, 20th Floor
New York, NY 10016
Tel.: (212) 689-6880

5. Mark Roenigk
XM Satellite Radio Inc.
1500 Eckington Place, NE
Washington, DC 20002
Tel.: (202) 380-4000
6. Daniel Murphy
XM Satellite Radio Inc.
1500 Eckington Place, NE
Washington, DC 20002
Tel.: (202) 380-4000
7. Ciro V. Cuono
Graf Repetti & Co., LLP
1114 Avenue of the Americas
New York, NY 10036
Tel.: (212) 302-3300
8. Stuart Cox
XM Satellite Radio Inc.
3161 SW 10th Street
Deerfield Beach, FL 33442
Tel.: (954) 571-4300
9. Jeff Skirde
XM Satellite Radio Inc.
3161 SW 10th Street
Deerfield Beach, FL 33442

In addition to the witnesses set forth in the foregoing list, AGT reserves the right to list and call any witness designated or called by XM Satellite Radio Inc.; any witness necessary to authenticate any exhibit; and any witness that may be necessary for rebuttal.

B. Designation of Witnesses Whose Testimony Is Expected to be Presented By Means of a Deposition. At this time, AGT expects to present the testimony of the following witnesses by means of deposition, if they are not otherwise available to testify

in person at the trial in this matter: Craig Wadin, Stelios Patsiokas, Blair Kutrow, and Patrick Lavelle. AGT's deposition designations are as follows:

Craig Wadin (Deposition Taken on May 1, 2008)
4:15-4:21
7:7-8:11
24:2-35:11
36:4-44:10
45:4-52:1
52:8-54:8
54:17-58:13

Stelios Patsiokas (Deposition Taken on April 25, 2008)
5:6-19:4
34:6-50:11
77:23-79:24
104:11-104:13
109:14-127:6
152:5-152:8

Blair Kutrow (Deposition Taken on April 23, 2008)
5:8-5:15
9:5-9:19
22:25-24:10
25:1-26:2
28:17-29:4
32:2-33:10
35:10-39:21
40:21-41:22
42:24-43:12
46:18-47:18
57:21-59:14
61:15-62:16
67:6-67:16
80:5-80:25
87:25-88:14
88:15-94:11
107:23-108:14

Patrick Michael Lavelle (Deposition Taken on April 18, 2008)
10:4-33:16
35:18-40:6
50:12-57:3
97:8-99:6

In addition to the deposition designations set forth in the foregoing lists, AGT reserves the right to designate any deposition testimony necessary to impeach the testimony of any witness called by XM Satellite Radio Inc., as well as any deposition testimony that may be necessary for rebuttal.

C. Identification of Documents or Other Exhibits: AGT expects to offer the following exhibits at trial:

No.	Depo. Ex. No.	Bates No.	Description
1	Def. Ex. 2		Master License Agreement between AGT and XM Satellite Radio Inc., dated as of October 17, 2005
2	Def. Ex. 7	AGT-001076 to AGT-001085	AGT's financial statements for the period April 18, 2005 to December 31, 2005
3	Def. Ex. 8	AGT-001086 to AGT-001096	AGT's financial statements for the year ended December 31, 2006
4		AGT-001019 to AGT-001020	AGT's 2007 Purchases—Visteon and AGT Sales 2007
5	Pl. Ex. 24	XM003267 to XM003268	E-mail from Michael.Barr@xmradio.com dated June 5, 2007
6	Def. Ex. 15	XM008092 to XM008101	E-mails from Jeff Skirde dated December 13, 2005

AGT may offer the following exhibits at trial if the need arises:

No.	Depo. Ex. No.	Bates No.	Description
1	Def. Ex. 3	AGT-001048 to AGT-001056	Non-Negotiable Promissory Note dated September 2, 2005
2	Def. Ex. 4	AGT-001057 to AGT-001075	Loan and Security Agreement dated September 2, 2005
3	Def. Ex. 20	AGT-001098 to AGT-001100	Lease Agreement for Rental Space dated December 28, 2005
4	Def. Ex. 34	AGT-000013 to AGT-000016	E-mail from Mark Alford dated May 10, 2005 (and accompanying Proposed Terms of Agreement)
5	Pl. Ex. 3	XM001939 to XM001958	Documents entitled “XM Welcomes AGT For Q2/3 Business Review” and “XM/AGT Meeting Technology Update,” both dated September 17, 2007
6		AGT-000284 to AGT-000305	Document entitled “AGT – XM Product Roadmap”
7		AGT-000306 to AGT-000368	Document entitled “AGT / XM Radio / Product Concepts”
8	Pl. Ex. 1	XM008108 to XM008142	Master License Agreement, dated as of April 7, 2005; Binding Memorandum of Understanding, dated as of October 27, 2005; Amendment Number One, made as of December 29, 2005

In addition to the exhibits set forth in the foregoing lists, AGT reserves the right to list and offer any document listed or offered as an exhibit by XM Satellite Radio Inc.; any document necessary to authenticate any exhibit; any document necessary to impeach the testimony of any witness called by XM Satellite Radio Inc.; and any document that may be necessary for rebuttal.

AGT reserves the right to supplement this disclosure.

Dated: May 21, 2008

Respectfully submitted,

/s/ Robert H. Chandler
Molly S. Boast
Lorna G. Schofield
Robert H. Chandler
Bryan P. Kessler
DEBEVOISE & PLIMPTON LLP
919 Third Avenue
New York, NY 10022
(212) 909-6000

CERTIFICATE OF SERVICE

I, Robert H. Chandler, one of the attorneys for Advanced Global Technology, LLC, herein certify that: I am over eighteen (18) years of age. On the 21st day of May, 2008, I caused a true and accurate copy of the within Rule 26(a)(3) Disclosure Statement of Plaintiff Advanced Global Technology, LLC to be served by electronic mail and by Federal Express overnight delivery to the following:

Jeffrey A. Mishkin, Esq. (jmishkin@skadden.com)
Anthony J. Dreyer, Esq. (adreyer@skadden.com)
Peter S. Julian, Esq. (peter.julian@skadden.com)
Skadden, Arps, Slate, Meagher & Flom LLP
Four Times Square
New York, NY 10036

I certify under penalty of perjury that the foregoing is true and correct.

Executed on this 21st day of May, 2008, in New York, New York.

/s/ Robert H. Chandler
Robert H. Chandler